



**General Motors LLC**

US EPA RECORDS CENTER REGION 5



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**PRIVILEGED AND CONFIDENTIAL  
ATTORNEY-CLIENT COMMUNICATION**

Sent via FedEx and E-mail

September 22, 2017

RECEIVED SEP 25 2017 *SS*

Fouad Dababneh, Enforcement Specialist  
U.S. Environmental Protection Agency, Region 5  
Superfund Division – Emergency Response Branch #2  
Enforcement Services Section, SE-5J  
77 West Jackson Boulevard  
Chicago, IL 60604-3590

Re: Request for Information Pursuant to Section 104(e) of CERCLA  
For the AA Oil Site, 2340 South Tibbs Avenue, Indianapolis, Indiana  
Site Spill Identification Number: C54L (“Site”)

Dear Mr. Dababneh:

This letter is General Motors Company’s response to U.S. EPA Region 5’s CERCLA Section 104(e) Information Request dated August 23, 2017 (“Information Request”) regarding the above-referenced Site, which was received by General Motors Company on August 24, 2017. The Information Request states that a response is due within 21 calendar days after receipt. On September 12, 2017, J. Matthew Moore, Assistant Regional Counsel, U.S. EPA Region 5, granted General Motors Company’s request for additional time to respond until September 22, 2017.

Based on an email exchange between Mr. Moore and Kenneth C. Gold of the General Motors LLC Legal Staff, General Motors Company understands that the Information Request relates to materials that U.S. EPA believes may have been sent to the Site from the former General Motors Corporation (“MLC,” as explained below) “CPC Marion” plant located in Marion, IN. The plant is currently owned by General Motors LLC and is now known as the Marion Metal Center, 2400 W. 2<sup>nd</sup> Street, Marion, IN 46952. Accordingly, this response relates to the Marion plant for the period January 1, 1950 – January 1, 1990, which the Information Request states is the “period being investigated” / “relevant time period.”

General Motors Company is a relatively new company, having been formed in an asset sale to a U.S. Treasury-sponsored purchaser approved by the federal Bankruptcy Court overseeing the bankruptcy proceedings of Motors Liquidation Company (“MLC”) (formerly known as General

Motors Corporation). MLC filed for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court, Southern District of New York on June 1, 2009. On July 5, 2009, an Order was entered approving the sale of certain MLC assets to a newly formed U.S. Treasury-sponsored entity under Section 363 of the Bankruptcy Code. One of the assets purchased in the Court-approved asset sale was the Marion Metal Center. The sale of these assets to the new company, now known as General Motors Company, closed on July 10, 2009. General Motors LLC is a wholly-owned subsidiary of General Motors Company and holds title to all of the U.S. automotive and other assets of General Motors Company.

Under the Bankruptcy Court Order and asset purchase agreement approved by the Bankruptcy Court, neither General Motors Company nor its wholly-owned subsidiary, General Motors LLC, have any environmental liability for the assets retained by MLC, nor for any off-site disposal by MLC of any wastes or materials from sites it retained or, for sites it sold to General Motors Company, for any off-site disposal that occurred prior to the sale. General Motors Company and its subsidiary, General Motors LLC, are not successors to MLC pursuant to the July 5, 2009 Bankruptcy Court Order and asset purchase agreement. MLC was dissolved on or about December 15, 2011. This response is submitted on behalf of General Motors Company and General Motors LLC, which are referred to hereafter in this response as the "Company."

As a preliminary response, the Company objects to the Information Request to the extent that (a) it requests information beyond U.S. EPA's authority under Section 104(e) of CERCLA; (b) the requested documents or information or categories thereof are not described with reasonable particularity; and (c) it requests information protected from disclosure by the attorney-client privilege, the work product doctrine, or any other privilege recognized by law. The Company asserts each of the foregoing privileges and protections applicable to any information or documents sought to the extent permitted by applicable law. Any response to the Information Request shall be subject to, and without waiver of any objection, claim of privilege, or other exemption. Inadvertent production or disclosure of any privileged document shall not constitute a waiver of any privilege or any other ground for objection to discovery with respect to such document or with respect to the subject matter of such document's contents.

Subject to the foregoing, the following constitutes the Company's response to the Information Request:

Question 1: State the full legal name, address, telephone number, position(s) held by, and tenure of the individual(s) answering any of the questions below on behalf of General Motors Company (the Company).

Response to Question 1: Laura L. Fitzpatrick, an attorney for the Company, is responding on behalf of the Company. Ms. Fitzpatrick's contact information is provided in the letterhead of this letter. These responses are based on information reviewed or provided by:

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Jeffrey L. Blankenberger

2400 W. 2<sup>nd</sup> Street, Marion, IN 46952

765-432-2129

Environmental Engineering Supervisor

Tenure: 8 months at Marion Metal Center, 27 years - 2 months total (including employment by the Company, Delphi Corporation, and MLC)

Edward E. Peterson

GM Global Technical Center

30400 Van Dyke Ave.

VEC East, Floor 05, Office 5-LT07

Warren, Michigan 48093-2368

313-506-9465

GM Global Environmental Compliance & Sustainability Remediation

Program Manager Remediation

Tenure: 28 years (including employment by the Company and MLC)

Question 2: Identify all documents consulted, examined or referred to in the preparation of the answers to the questions of this Information Request and provide copies of all such documents.

Response to Question 2: As a result of the above-described bankruptcy and related proceedings, MLC retained a significant amount of records relating to the Marion plant's MLC ownership period including, it is believed, all existing off-site disposal records relating to the relevant time period of this request. As stated above, the Company acquired the Marion plant on July 10, 2009 and did not own or operate the plant during the relevant time period of this request. Nevertheless, in response to the Information Request, the Company searched its files for responsive documents relating to the period of MLC's operation of the Marion plant. The result of the search is that the Company identified no documents responsive to the Information Request.

Question 3: Identify the Company's policy with respect to document retention.

Response to Question 3: The Company's retention policy, as related to documents relevant to the Information Request, was to perform a comprehensive file search to ensure that only Company-related environmental documents were retained by the Company at the time of the asset purchase. All other environmental related records not pertaining to ongoing Company operations were to be identified and transferred to MLC. A search of records at the Marion facility and elsewhere yielded no responsive documents (See Response to Question 2, above). As stated above in response to Question 2, it is believed that all off-site disposal records relating to the relevant time period, to

the extent they still existed at the time of the asset sale, were included in those placed in the possession of MLC.

Question 4: If you have reason to believe that there may be persons able to provide a more detailed or complete response to any question of this Information Request or who may be able to provide additional responsive documents, identify such persons.

Response to Question 4: The Company believes that MLC may have transferred certain MLC documents to RACER Trust, which acquired ownership of certain MLC assets. Even though RACER Trust did not acquire ownership of the Marion plant, it is possible that documents related to disposal by MLC of waste generated at the Marion plant during MLC's ownership (which includes the relevant time period of the Information Request) may have been among documents that MLC transferred to RACER Trust.

Question 5: Explain the Company's present operational status. For example, an operational status may be active, suspended, defunct, merged, or dissolved.

Response to Question 5: The Company's operational status is active.

Question 6: Provide the date the Company was incorporated, formed, or organized. Identify the state in which the Company was incorporated, formed, or organized.

Response to Question 6: The Company was formed on July 10, 2009 in an asset sale approved by the United States Bankruptcy Court, Southern District of New York. The Company is incorporated in the State of Delaware.

Question 7: Identify the business structure, for example, sole proprietorship, general partnership, limited partnership, joint venture, or corporation, under which the Company currently exists or operates and identify all former business structures under which it existed or operated since its inception.

Response to Question 7: General Motors Company is a corporation and General Motors LLC is a limited liability company.

Question 8: Describe the nature of your business. In addition:

- a. Describe the raw materials and the manufacturing processes utilized by your company and the products of your manufacturing process.
- b. If the nature of your business has changed significantly since 1980, please describe the nature of your business presently and prior to 1980.

Response to Question 8: The Company's Marion Metal Center is a manufacturer of Automotive Metal Stampings. The site standard Industrial Classification Code is 3465 - Automotive Stampings. The facility stamps and fabricates automotive body parts from coil and flat steel. Steel coils are cut into flat steel (blanks) for stamping. The coil and flat steel may be coated with a drawing compound prior to stamping to help the metal form to its new shape. The drawing compound waste is collected and shipped offsite. The steel passes through a series of stamping presses where it is formed into the end product. Some of the parts are welded together and may have adhesives and/or sealants applied to them. The dies used in the stamping process are finished and maintained at the facility using dry processes. In addition to drawing compound, significant production related raw materials include stamping press hydraulic oil and various lubrication oils. Other raw materials include adhesives and/or sealants, parts washing solvent, wastewater treatment chemicals, and janitorial cleaning supplies.

Question 9: Provide the dates that the Company, under any of its current or former business structures, generated or arranged for the transportation of waste to the Site.

Response to Question 9: The Company did not generate or arrange for the transportation of waste to the Site.

Question 10: Provide a complete list of employees who had knowledge of the generation, transport and disposal of wastes at the Site during any or all of the period of time that the Company generated or arranged for the transportation of waste for disposal at the Site. For each employee listed, provide the following information:

- a. The employee's full name;
- b. The employee's current, or last known address and telephone number, including the last known date on which you believe each address, and telephone number was current;
- c. The dates that the employee worked with the Site;
- d. The position(s) the employee held under any of the Company's business structures; and
- e. The employee's job title(s) and the corresponding dates during which the Company believes that the employee would have had knowledge of the use and disposal of wastes.

Response to Question 10: Not applicable for the reason set forth in the response to Question 9.

Question 11: Provide a list of all materials transported or disposed of at the Site, identifying the chemical composition, quantities, and a description of the process by which the material was generated.

Response to Question 11: Not applicable for the reason set forth in the response to Question 9.

Question 12: If the Company transported oil to the Site, respond to the following requests:

- a. Identify the type(s) of oil(s) transported to the Site.
- b. Identify any additives used in the oil(s) transported to the Site.
- c. Describe the process by which used or waste oil was generated by Respondent and describe the constituents of such used or waste oil. Provide all documents evidencing the constituents of such used or waste oil.

Response to Question 12: Not applicable for the reason set forth in the response to Question 9.

Question 13: Identify and provide the information below for all hazardous wastes that were transported to the Site since the beginning of the Company's involvement at the Site:

- a. The trade or brand name, chemical composition, and quantity used for each substance and the Material Safety Data Sheet or Safety Data sheets for each product;
- b. Describe the waste streams generated by operations and equipment with respect to the substances;
- c. State the volume and frequency of the transport and disposal of the waste materials to the Site; and
- d. Provide copies of all analyses for substances containing hazardous materials performed on the materials prior to disposal at the Site.

Response to Question 13: Not applicable for the reason set forth in the response to Question 9.

Question 14: List and provide copies of all federal, state, county, city, and all other local permits, licenses, and/or registrations and their respective permit numbers issued concerning your operations and the storage, use, and discharge of substances, including but not limited to permits, and correspondence related to Publicly Owned Treatment Works (POTW), Marion County permits

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and licenses, and IDEM permits and licenses. Your response must include all compliance testing results for all waste streams generated in your operations.

Response to Question 14: The Company submits that this information is irrelevant to the Information Request because the Company came into existence in 2009, which is long after the relevant time period being investigated.

Question 15: State whether the Company has or had a permit or permits issued under the Resource Conservation and Recovery Act (RCRA). If the answer is "yes," identify all such permits, including but not limited to the dates of issuance and a general description of the process permitted. Provide copies of all such permits.

Response to Question 15: The Company does not have and has never had a RCRA permit for the Marion plant.

Question 16: Provide copies of all correspondence between General Motors Company and the Site owners and operators, regarding materials that came to be located at the Site. Include copies of all contracts, agreements, receipts, invoices and other correspondence related to the transfer of materials to the Site.

Response to Question 16: Not applicable for the reason set forth in the response to Question 9.

If you have any questions about this response, please contact me at the email address or telephone number listed above.

Respectfully submitted,

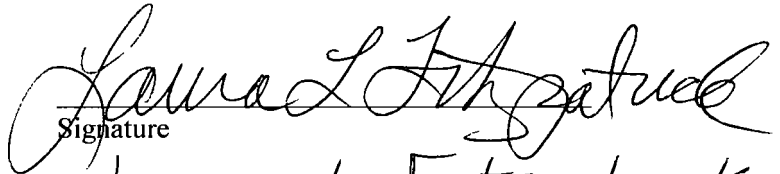
  
Laura L. Fitzpatrick  
Counsel

Cc: Jeffrey L. Blankenberger  
Edward E. Peterson

**DECLARATION**

I declare under penalty of perjury that I am authorized to respond on behalf of the Respondent and that the foregoing is complete, true, and correct.

Executed on September 22, 2017

  
Signature

Laura L. Fitzpatrick  
Type or Print Name

Counsel for General Motors LLC  
Title



ORIGIN ID DTWA (313) 665-4881 LAURA FITZPATRICK GENERAL MOTORS 100 TOWER DETROIT, MI 48265 UNITED STATES US	SHIP DATE 22SEP17 ACTWGT 0.50 LB CAD 104904566/NET3920 BILL SENDER
TO <b>FOUAD DABABNEH</b> <b>US ENV. PROTECTION AGENCY-REGION 5</b> <b>77 W. JACKSON BLVD.</b> <b>ENF. SERVICES SECTION SE-5J</b> <b>CHICAGO IL 60604</b> (312) 353-3944 INV REF PO DEPT	
 	
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